

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

REVLON, INC., *et al.*,

Debtors.

AIMCO CLO 10 LTD, *et al.*,

Plaintiffs,

v.

REVLON, INC., *et al.*,

Defendants.

Chapter 11

Case No. 22-10760 (DSJ)

(Jointly Administered)

Adv. Pro. No. 22-01167
(DSJ)

**STIPULATION AND [PROPOSED] ORDER
STAYING THE ADVERSARY PROCEEDING AND DISMISSING THE COMPLAINT
UPON THE PLAN EFFECTIVE DATE**

WHEREAS, on October 31, 2022, the Plaintiffs in this proceeding filed an *Adversary Complaint* (the “Complaint”) (ECF No. 1);

WHEREAS, on December 5, 2022, the debtors and debtors in possession who are defendants in this proceeding (collectively, the “Debtor Defendants”) filed a *Motion to Dismiss the Adversary Complaint* (the “Debtor Defendants’ Motion to Dismiss”) (ECF No. 15) and *Counterclaims and Answer to the Complaint* (“Debtor Defendants’ Counterclaims”) (ECF No. 22);

WHEREAS, on December 5, 2022, 140 Summer Partners Master Fund, L.P., Angelo, Gordon & Co., L.P., Ares Corporate Opportunities Fund V, L.P., ASOF Holdings II, L.P., ASSF AIV B Holdings III, L.P., Deutsche Bank AG Cayman Islands Branch, Diameter Capital Partners, L.P., Glendon Capital Management, L.P., King Street Management, L.P., Oak Hill Advisors, L.P., Cyrus Capital Partners, L.P., and Nut Tree Capital Management, L.P. (the “BrandCo Lenders”) filed a *Motion to Dismiss the Adversary Proceeding Complaint* (the “BrandCo Lenders’ Motion to Dismiss”) (ECF No. 21);

WHEREAS, on December 5, 2022, Jefferies Finance LLC and Jefferies LLC (the “Jefferies Entities”) filed a *Motion to Dismiss Plaintiffs’ Adversary Complaint* (“Jefferies Entities’ Motion to Dismiss”) (ECF No. 23);

WHEREAS, on February 16, 2022, the Court entered an *Order Granting Debtors’ Motion to Dismiss the Adversary Complaint* (ECF No. 123);

WHEREAS, all parties now wish to resolve their disputes consensually without further litigation in the adversary proceeding, and at the hearing held before this Court on February 21, 2023, in connection with the Debtors’ motion to approve the adequacy of the disclosure statement and for related relief in case number 22-10760 (DSJ), Plaintiffs, through their counsel, stipulated and agreed to a stay of the above-captioned adversary proceeding (the “Adversary Proceeding”) pending the occurrence of the Effective Date, as that term is defined in the Notice of Filing of First Amended Joint Plan of Reorganization of Revlon, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code (Case No. 22-10760, ECF No. 1499) (the “Plan”), and to dismissal of the Complaint as against the BrandCo Lenders and the Jefferies Entities upon the occurrence of the Effective Date.

NOW, THEREFORE, IT IS HEREBY STIPULATED AND ORDERED, that:

1. The Adversary Proceeding shall be stayed, and all previously scheduled or stipulated deadlines or proceedings in the Adversary Proceeding shall be suspended until the occurrence of the Plan Effective Date or otherwise until further order of the Court;
2. Upon the occurrence of the Plan Effective Date, notice of which shall be provided to the Court by the Debtors, the Complaint as to the BrandCo Lenders and the Jefferies Entities shall be dismissed with prejudice. The Debtor Defendants’ Counterclaims shall also be dismissed with prejudice.

3. The parties intend that this dismissal will fully and finally dispose of this action and all claims and counterclaims asserted therein and will not be subject to challenge on appeal or otherwise.

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IT IS SO ORDERED:

Dated: _____, 2023
New York, New York

HONORABLE DAVID S. JONES
UNITED STATES BANKRUPTCY JUDGE